

**EXHIBIT B**

**TIME RECORDS OF PROFESSIONALS AND EXPENSES**

**April 22, 2019-May 31, 2019 Fee and Expense Detail**

# Ballard Spahr LLP

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TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 9, 2019  
Invoice No.: 20190607302

Paul E. Harner  
Harner, Paul E., Fee Examiner in Sears Chapter II Cases  
1675 Broadway, 19th Floor  
New York, NY 10019

Client: Harner, Paul E., Fee Examiner in Sears Chapter II Cases (071820.02)  
Matter: Fee Examiner Activities (00315861)

FOR PROFESSIONAL SERVICES RENDERED through May 31, 2019

## INVOICE SUMMARY

### FEES

Fee Examiner Activities (00315861)	\$96,700.50
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### DISBURSEMENTS

Air/Rail Expense	\$456.00	
Teleconferencing Services	\$0.25	
Total Disbursements		\$456.25
Total Current Charges		\$97,156.75
<b>TOTAL AMOUNT DUE</b>		<b>\$97,156.75</b>

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>B160 - Fee/Employment Applications</b>					
Harner,P.E.	03/27/19	Review, revise and update disinterestedness declaration and background materials regarding required disclosures/client relationships (.80).	1,305.00	0.80	1,044.00
Harner,P.E.	04/08/19	Telephone conference with V. Marriott regarding draft order granting motion of United States trustee for appointment of fee examiner (.10)	1,305.00	0.10	130.50
Harner,P.E.	04/09/19	Telephone conferences and correspondence with P. Schwartzberg (US trustee's office) and V. Marriott regarding disinterestedness declaration and draft form of order providing for appointment of fee examiner (.40); review, revise and finalize for execution declaration regarding disinterestedness (.70); review, analyze and prepare comments on proposed form of fee examiner order (.50); follow-up telephone conferences and correspondence with P. Schwartzberg and V. Marriott regarding same (.30).	1,305.00	1.90	2,479.50
Harner,P.E.	04/10/19	Telephone conferences and correspondence with P. Schwartzberg and V. Marriott regarding fee examiner appointment order (.20)	1,305.00	0.20	261.00
Harner,P.E.	04/22/19	Further preparation of fee and expense review protocols, and analysis of related background materials (1.20); initial drafting of potential correspondence to retained professionals regarding same (1.40).	1,305.00	2.60	3,393.00
Harner,P.E.	04/26/19	Initial review, revision and preparation of comments on draft Ballard Spahr retention application.	1,305.00	0.60	783.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	04/27/19	Comprehensive review, revision and preparation of comments on draft Ballard Spahr retention application (1.10); correspondence with BS team regarding same (.20).	1,305.00	1.30	1,696.50
Harner,P.E.	04/29/19	Review, analyze and prepare comments on successive drafts of Ballard Spahr retention application and supporting declarations (.50); extended telephone conferences with V. Marriott and L. Roglen regarding same and next steps (.40)	1,305.00	0.90	1,174.50
Harner,P.E.	04/30/19	Further review and revision of Ballard Spahr retention application (.40); telephone conferences and correspondence with V. Marriott, L. Roglen and UST office regarding same (.40)	1,305.00	0.80	1,044.00
Harner,P.E.	05/01/19	Further review and preparation of comments on draft Ballard Spahr retention application and supporting declaration (1.10); telephone conferences and correspondence with L. Roglen, T. Daluz and V. Marriott regarding same (.50).	1,305.00	1.60	2,088.00
Harner,P.E.	05/06/19	Review, revise and finalize Ballard Spahr retention application and supporting declaration (.40); telephone conferences and correspondence with L. Roglen regarding same (.20).	1,305.00	0.60	783.00
Harner,P.E.	05/21/19	Telephone conferences and correspondence with L. Roglen regarding results of hearing on Ballard retention application (.20); telephone conference with V. Marriott regarding same (.10)	1,305.00	0.30	391.50
<b>Total B160</b>				<b>11.70</b>	<b>\$15,268.50</b>

**B170 - Fee/Employment Objections**

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	03/27/19	Review and analyze precedent fee examiner reports and applicable guidelines (1.40); prepare for and participate in internal conference call with V. Marriott and C. Pollard regarding data review criteria and search protocols (.70)	1,305.00	2.10	2,740.50
Harner,P.E.	04/01/19	Develop search protocols and fee review criteria (.90); draft and revise summary of same for discussion with United States trustee and case professionals (1.10); telephone conferences and correspondence with V. Marriott, T. Daluz and C. Pollard regarding same (.40).	1,305.00	2.40	3,132.00
Harner,P.E.	04/08/19	Further drafting and revision of fee and expense review criteria and search protocols (1.60).	1,305.00	1.60	2,088.00
Harner,P.E.	04/29/19	Further development of review protocols, and otherwise prepare for May 2 team meetings regarding same	1,305.00	1.90	2,479.50
Harner,P.E.	04/30/19	Prepare for May 2 team meetings regarding fee examiner meetings	1,305.00	0.50	652.50
Harner,P.E.	04/30/19	Analyze recently filed March fee applications	1,305.00	0.50	652.50
Harner,P.E.	05/02/19	Prepare for and participate in Ballard Spahr team meeting regarding fee examination process, electronic review protocols and attorney-level review (1.20); review and revise draft review protocols, and analyze related background materials (.90).	1,305.00	2.10	2,740.50
Harner,P.E.	05/07/19	Review and finalize Ballard retention application (.30); telephone conferences and correspondence with Ballard team regarding fee review protocols (.50).	1,305.00	0.80	1,044.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	05/09/19	Review and redraft letter to retained professionals regarding fee examination process and protocols (1.00); telephone conferences and correspondence with V. Marriott, T. Daluz and L. Roglen regarding same and initial review of interim fee applications (.70).	1,305.00	1.70	2,218.50
Harner,P.E.	05/10/19	Telephone conferences and correspondence with P. Schwartzberg, V. Marriott and T. Daluz regarding provisional allowance of interim fee applications pending fee examiner review of final applications (.60); draft and revise proposed related reservation of rights provision for interim fee application order(s) (.30); further review and preparation of comments on draft electronic and attorney fee review protocols (.90).	1,305.00	1.80	2,349.00
Harner,P.E.	05/13/19	Telephone conferences and correspondence with P. Schwartzberg and V. Marriott regarding noticed May 29 hearing and related deferral of review of first interim fee applications (.30); draft, review and revise letter to counsel to retained professionals regarding fee review procedures and protocols, preparation of preliminary and final fee review reports and submission of fee and expense application materials (.40); further attention to and refinement of review protocols (.50); review and analyze first interim fee applications (2.30).	1,305.00	3.50	4,567.50
Harner,P.E.	05/14/19	Further review and revision of draft letter to retained professionals regarding fee and expense examination process and review protocols (.80); revise draft reservation of rights provision for interim fee application order (.30); initial review of retained professionals' first interim fee applications (2.40).	1,305.00	3.50	4,567.50

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	05/15/19	Further initial review of retained professionals' first interim fee applications.	1,305.00	3.80	4,959.00
Harner,P.E.	05/16/19	Further initial review of retained professionals' first interim fee applications (3.30); telephone conferences and correspondence with representatives of multiple retained professionals regarding responses to fee examiner's letter outlining examination process and protocols and requesting information (1.20).	1,305.00	4.50	5,872.50
Harner,P.E.	05/17/19	Further initial review of retained professionals' first interim fee applications (1.90); telephone conferences and correspondence with representatives of multiple retained professionals regarding responses to fee examiner's letter outlining examination process and protocols and requesting information (1.40).	1,305.00	3.30	4,306.50
Harner,P.E.	05/20/19	Further initial review of retained professionals' first interim fee applications (1.90); extended telephone conferences and correspondence with P. Schwartzberg, V. Marriott and others regarding asserted administrative solvency issues and proposed additional fee and expense hold backs (1.20); further correspondence and telephone conferences with representatives of multiple retained professionals regarding responses to fee examiner's letter outlining examination process and protocols and requesting information (1.80).	1,305.00	3.90	5,089.50
Harner,P.E.	05/21/19	Further telephone conferences and correspondence with P. Schwartzberg and V. Marriott regarding asserted administrative solvency and hold back issues (.40); further initial review of retained professionals' first interim fee applications (2.20).	1,305.00	2.60	3,393.00



**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	05/21/19	Prepare for and participate in conference call with T. Daluz and FTI representatives regarding first interim fee application, retention of valuation consultant and initial fee examiner review (.80); follow-up telephone conferences and correspondence with T. Daluz regarding same (.30); review and analyze background materials provided by FTI regarding same (.50).	1,305.00	1.60	2,088.00
Harner,P.E.	05/22/19	Telephone conferences and correspondence with V. Marriott and debtor's professionals regarding asserted administrative solvency and hold back issues, as well as related DIP financing order fee funding account matters (.90); further initial review of retained professionals' first interim fee applications (2.60).	1,305.00	3.50	4,567.50
Harner,P.E.	05/23/19	Further extended telephone conferences, meetings/conferences and correspondence with V. Marriott and debtor's professionals regarding asserted administrative solvency and hold back issues, as well as related DIP financing order fee funding account matters (1.70); comprehensive review and analysis of DIP order provisions regarding same and related analysis memorandum from L. Roglen (.70); further initial review of retained professionals' first interim fee applications (1.90).	1,305.00	4.30	5,611.50
Harner,P.E.	05/24/19	Review and analyze M-III retention order and related fee review issues (.20); correspondence with R. Schrock and M. Meghji regarding same (.20).	1,305.00	0.40	522.00
Harner,P.E.	05/28/19	Review and analyze tracking spreadsheet regarding retained professionals' first interim fee and expense submissions (.40); telephone conferences and correspondence with L. Roglen and T. Daluz regarding same (.30); further review and analysis of first interim fee applications (3.50).	1,305.00	4.20	5,481.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	05/29/19	Further review and analysis of first interim fee applications (2.40); telephone conferences and correspondence with V. Marriott and L. Roglen regarding Houlihan Lokey retention order, engagement letter and position with respect to level of fee and expense review (.50).	1,305.00	2.90	3,784.50
Harner,P.E.	05/30/19	Prepare for and participate in Ballard team conference call regarding ongoing fee and expense examination process and electronic and attorney review protocols (.80); review and analyze related background materials (.60).	1,305.00	1.40	1,827.00
Harner,P.E.	05/30/19	Further review and analysis of first interim fee applications (1.70); prepare for and participate in meeting with B. Griffith and V. Marriott regarding administrative solvency issues (1.10); review and analyze related background materials, including M-III solvency analysis (.80).	1,305.00	3.60	4,698.00
<b>Total B170</b>				<b>62.40</b>	<b>\$81,432.00</b>
<b>Total Fees</b>				<b>74.10</b>	<b>96,700.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Task: B160 - Fee/Employment Applications</b>			
Harner,P.E.	1,305.00	11.70	15,268.50
<b>Total Task: B160</b>		<b>11.70</b>	<b>\$15,268.50</b>
<b>Task: B170 - Fee/Employment Objections</b>			
Harner,P.E.	1,305.00	62.40	81,432.00
<b>Total Task: B170</b>		<b>62.40</b>	<b>\$81,432.00</b>
<b>Total Fees</b>		<b>74.10</b>	<b>\$96,700.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	1,305.00	74.10	96,700.50
<b>Total Fees</b>		<b>74.10</b>	<b>\$96,700.50</b>

**DISBURSEMENT DETAILS**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
03/22/19	Teleconferencing Services Paul Harner; E2328D590B6A4435BA2E; COURT CONFERENCE APPEARANCE	0.25
05/29/19	Air/Rail Expense Paul Harner - Invoice # 983A1514940A4E988678 - SEARS EXPENSES	268.00
05/30/19	Air/Rail Expense Paul Harner - Invoice # 983A1514940A4E988678 - SEARS EXPENSES	188.00
<b>Total Disbursements</b>		<b>\$456.25</b>

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Amount</u>
Air/Rail Expense	456.00
Teleconferencing Services	0.25
<b>Total Disbursements</b>	<b>\$456.25</b>

<b>Total Current Charges:</b>	<b>\$97,156.75</b>
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# Ballard Spahr LLP

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Philadelphia, PA 19103-7599  
Tel 215.665.8500  
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TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 9, 2019  
Invoice No.: 20190607303

Paul E. Harner  
1675 Broadway  
New York, NY 10019

Client: Sears Fee Examiner (071820.03)  
Matter: Fee and Expense Review and Reporting (00317415)

FOR PROFESSIONAL SERVICES RENDERED through May 31, 2019

## INVOICE SUMMARY

### FEES

Fee and Expense Review and Reporting (00317415)	\$70,525.50
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### DISBURSEMENTS

Air/Rail Expense	\$173.50
Business Meals	\$33.00
Delivery Service	\$316.92
Filing Fees	\$13.65
Travel Expenses	\$173.93

Total Disbursements	\$711.00
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Total Current Charges	\$71,236.50
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<b>TOTAL AMOUNT DUE</b>	<b>\$71,236.50</b>
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**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>B160 - Fee/Employment Applications</b>					
Roglen,L.D.	03/25/19	Meeting/Conferences (multiple) with M. Summers re: declaration of disinterestedness; Research re: declaration and draft, review and revise declaration and emails (multiple) with M. Summers re: same.	490.00	6.30	3,087.00
Summers,M.G.	03/25/19	Attention to preparation of affidavit of disinterestedness	725.00	0.50	362.50
Roglen,L.D.	03/26/19	Review conflicts issues and emails (multiple) with M. Summers, P. Harner, and V. Marriott re: same.	490.00	4.20	2,058.00
Summers,M.G.	03/26/19	Review reports and prepare disclosures re connections with ordinary course professionals	725.00	1.40	1,015.00
Summers,M.G.	03/26/19	Revise/edit affidavit of disinterestedness	725.00	0.70	507.50
Summers,M.G.	03/27/19	Further attention to employment related disclosure issues	725.00	0.20	145.00
Marriott, III,V.J.	03/28/19	Attend to issues re: appointment as examiner	985.00	1.00	985.00
Marriott, III,V.J.	03/29/19	Attend to engagement as examiner's counsel	985.00	1.00	985.00
Roglen,L.D.	04/24/19	Telephone conversation with P. Harner re: retention application and professional fee applications.	490.00	0.20	98.00
Roglen,L.D.	04/25/19	Draft retention application and email to P. Harner, V. Marriott, and T. Daluz re: same.	490.00	5.20	2,548.00
Roglen,L.D.	04/26/19	Emails (multiple) with C. Hilliard re: conflicts reports	490.00	0.30	147.00
Roglen,L.D.	04/29/19	Review and revise retention application per P. Harner and V. Marriott comments	490.00	1.40	686.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Roglen,L.D.	04/29/19	Draft engagement letter (1.1); Telephone conversations (multiple) with P. Harner re: retention (.3)	490.00	1.40	686.00
Marriott, III,V.J.	04/29/19	Attend to retention	985.00	1.00	985.00
Roglen,L.D.	04/30/19	Email to C. Hilliard re: retention issues (.1); Emails (multiple) with P. Schwartzberg and P. Harner re: retention application (.4); Telephone conversation with P. Schwartzberg re: retention application (.1); Review and revise retention application per P. Schwartzberg's comments and emails (multiple) with P. Harner and V. Marriott re: same (.6)	490.00	1.20	588.00
Daluz,T.M.	04/30/19	Review materials re retention	895.00	1.50	1,342.50
Daluz,T.M.	05/06/19	Review retention and related issues	895.00	0.50	447.50
Roglen,L.D.	05/06/19	Review and revise retention application and engagement letter and emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: same.	490.00	1.10	539.00
Marriott, III,V.J.	05/06/19	Attend to retention; review issues re: review of billings	985.00	0.50	492.50
Lano,C.	05/07/19	Prepare, file, and serve Application to Employ Ballard Spahr.	270.00	2.40	648.00
Roglen,L.D.	05/07/19	Review, revise, finalize, and attend to filing of retention application and emails (multiple) with P. Harner, V. Marriott, T. Daluz, and C. Lano re: same.	490.00	3.10	1,519.00
Daluz,T.M.	05/07/19	Review retention filing	895.00	0.20	179.00
Roglen,L.D.	05/14/19	Review case management order and local rules and email to C. Lano re: certificate of no objection for retention application.	490.00	0.40	196.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Lano,C.	05/14/19	Confer with L. Roglen re CNO to Ballard Spahr Application (.1); Review docket and prepare CNO to Application to Employ Ballard Spahr (.4); Review Local Rules re filing CNO and email same to L. Roglen (.3).	270.00	0.80	216.00
Roglen,L.D.	05/15/19	Review and revise CNO for retention application and emails (multiple) with C. Lano re: same (.4); Review distribution list for letter to professionals and emails (multiple) with S. Russum re: same (.3); Review and revise letter to professionals per P. Harner and T. Daluz comments and emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: same (2.8).	490.00	3.50	1,715.00
Lano,C.	05/16/19	Prepare, file, and serve Certificate of No Objection to Ballard Spahr retention application (.4); Confer with L. Roglen re email proposed order and related documents to Bankruptcy Court (.1); prepare order, related documents, and compose related email for Bankruptcy Court (.2).	270.00	0.70	189.00
Roglen,L.D.	05/16/19	Attend to filing of CNO for retention order and submission of documents to chambers.	490.00	0.50	245.00
Lano,C.	05/20/19	Review 5/21/19 Agenda (.1); Email L. Roglen re status of Ballard retention application (.1).	270.00	0.20	54.00
Roglen,L.D.	05/21/19	Prepare for and attend hearing in White Plains re: Ballard retention application.	490.00	0.70	343.00
<b>Total B160</b>				<b>42.10</b>	<b>\$23,008.50</b>

**B170 - Fee/Employment Objections**

Daluz,T.M.	03/27/19	Conference call with V. Marriott, P. Harner and paralegal re: basis for fee app review	895.00	0.50	447.50
Marriott, III,V.J.	03/27/19	Attend to issues re: fee examiner	985.00	1.50	1,477.50

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Roglen,L.D.	04/25/19	Meeting/Conference with C. Lano re: as-filed fee applications and tracking chart.	490.00	0.40	196.00
Lano,C.	04/25/19	Confer with L. Roglen re fee application chart and related fee applications (.2); Review docket re fee applications, download filed fee applications, and prepare fee application chart (6.6); Email L. Roglen re status of fee chart and saved applications (.2).	270.00	7.00	1,890.00
Marriott, III,V.J.	04/25/19	Attend to organizational issues	985.00	1.00	985.00
Roglen,L.D.	04/26/19	Telephone conversation with C. Pollard re: fee examiner reviews (.2); Emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: scheduling initial meeting (.2).	490.00	0.40	196.00
Lano,C.	04/26/19	Review applications and revise fee application chart	270.00	0.40	108.00
Roglen,L.D.	04/29/19	Telephone conversation with C. Pollard re: reviewer standards	490.00	0.20	98.00
Roglen,L.D.	04/29/19	Compile documents for fee examiner review protocol meeting	490.00	0.60	294.00
McClamb,C.D.	04/30/19	Review fee examiner binder in preparation for May 2 meeting	445.00	1.00	445.00
Roglen,L.D.	04/30/19	Coordinate preparation of fee examiner protocol meeting materials	490.00	1.10	539.00
Summers,M.G.	04/30/19	Attention to issues related to employment application	725.00	0.10	72.50
Roglen,L.D.	05/02/19	Prepare for and attend Meeting/Conference with P. Harner, V. Marriott, T. Daluz, C. McClamb, and C. Pollard re: fee examiner protocols and initial steps.	490.00	1.80	882.00
McClamb,C.D.	05/02/19	Strategy meeting re: fee examiner review	445.00	1.00	445.00



**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Marriott, III, V.J.	05/02/19	Conference re: protocols and staffing	985.00	1.00	985.00
Daluz, T.M.	05/02/19	Meeting re: process, search criteria, etc	895.00	0.50	447.50
Daluz, T.M.	05/06/19	Review Paul Weiss interim application and retention orders (1.50); Review outline of issues for fee app review (0.50)	895.00	2.00	1,790.00
Pollard, C.P.	05/07/19	Other: review guidelines for fee examiners; identify possible issue tagging and data delivery format; draft Excel file summarizing data to be provided	310.00	1.60	496.00
Roglen, L.D.	05/08/19	Begin drafting letter to retained professionals.	490.00	2.10	1,029.00
Pollard, C.P.	05/08/19	Other: finish reviewing guidelines and fee examiners report, prepare list of suggested issue tags (Time and Expenses) for review	310.00	1.00	310.00
Roglen, L.D.	05/09/19	Complete draft of letter to professionals and email to P. Harner, V. Marriott, and T. Daluz re: same.	490.00	3.80	1,862.00
McClamb, C.D.	05/09/19	Review all professional retention applications and summarize services to be provided	445.00	6.00	2,670.00
Daluz, T.M.	05/09/19	Review and revise draft request to professionals	895.00	0.30	268.50
Marriott, III, V.J.	05/10/19	Review issues re: interim fees and review timing	985.00	0.50	492.50
Marriott, III, V.J.	05/13/19	Review correspondence	985.00	0.40	394.00
Roglen, L.D.	05/14/19	Review and revise letter to professionals and emails (multiple) to P. Harner, V. Marriott, and T. Daluz re: same.	490.00	2.40	1,176.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Roglen,L.D.	05/14/19	Review and revise letter to professionals and emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: same (1.2); Emails (multiple) with K. Neitzel and C. Pollard re: data issues (.3); Telephone conversation with K. Neitzel re: data issues (.3).	490.00	1.80	882.00
Neitzel,K.N.	05/14/19	Review draft letter outlining format for fee data requested from service providers	350.00	0.30	105.00
Neitzel,K.N.	05/15/19	Review request letter and create ShareFile site for outside parties to upload requested data	350.00	0.50	175.00
Marriott, III,V.J.	05/15/19	Review proposed letter to counsel; conference re: same	985.00	0.40	394.00
Daluz,T.M.	05/15/19	Review and revise initial correspondence to retained professionals	895.00	1.00	895.00
Roglen,L.D.	05/16/19	Review, finalize, and attend to distribution of letter to professionals.	490.00	3.30	1,617.00
Marriott, III,V.J.	05/16/19	Attend to issues re: letter to professionals	985.00	0.60	591.00
Daluz,T.M.	05/16/19	Correspond with retained professionals	895.00	0.50	447.50
Roglen,L.D.	05/17/19	Review docket and emails (multiple) with P. Schwartzberg and P. Harner re: scheduling of interim fee hearing.	490.00	0.70	343.00
Marriott, III,V.J.	05/17/19	Review correspondence	985.00	0.40	394.00
Daluz,T.M.	05/17/19	Correspond with retained professionals	895.00	0.50	447.50
Pollard,C.P.	05/20/19	Telephone call with K. Neitzel re: Relativity organization, data format questions, identification of potential data concerns	310.00	0.70	217.00
Pollard,C.P.	05/20/19	Review and conform FTI and Prime Clerk fee data for import to Relativity	310.00	2.00	620.00
Neitzel,K.N.	05/20/19	Prepare FTI Consulting fee data and import into Relativity for attorney review	350.00	3.20	1,120.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	05/20/19	Review and conform Stout fees/expenses First - Fifth for import to Relativity	310.00	0.60	186.00
Roglen,L.D.	05/21/19	Travel from 5/21 hearing in White Plains.	490.00	2.40	1,176.00
Pollard,C.P.	05/21/19	Set up dashboards to provide quick access and information to data; cluster time and expense narratives	310.00	1.50	465.00
Neitzel,K.N.	05/21/19	Prepare FTI Consulting and Stout fee data and import into Relativity for attorney review	350.00	2.20	770.00
Pollard,C.P.	05/21/19	Review and conform FTI March Expenses	310.00	0.30	93.00
Daluz,T.M.	05/21/19	Conference call with FTI representatives and fee examiner (.50); Correspond with Weil Gotshal (.3)	895.00	0.80	716.00
Neitzel,K.N.	05/22/19	Prepare Prime Clerk fee data and import into Relativity for attorney review	350.00	0.80	280.00
Pollard,C.P.	05/22/19	Update time cluster analysis to include Prime Clerk records	310.00	0.20	62.00
Marriott, III,V.J.	05/22/19	Review correspondence	985.00	0.30	295.50
Daluz,T.M.	05/22/19	Communications with Weil (.20); Consider reservations of rights (.30)	895.00	0.50	447.50
Roglen,L.D.	05/23/19	Review docket and emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: M-III retention structure.	490.00	0.60	294.00
Roglen,L.D.	05/23/19	Review DIP orders and carve-out account provisions and emails (multiple) with P. Harner, V. Marriott, and T. Daluz re: same.	490.00	3.40	1,666.00
Neitzel,K.N.	05/23/19	Prepare and import into Relativity additional Prime Clerk fee data	350.00	0.50	175.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Neitzel,K.N.	05/23/19	Draft email to legal team summarizing fee data loaded into Relativity workspace with options for analysis	350.00	0.90	315.00
Marriott, III,V.J.	05/23/19	Review issues re: administrative solvency	985.00	1.20	1,182.00
Daluz,T.M.	05/23/19	Attend to MIII issue	895.00	0.20	179.00
Daluz,T.M.	05/23/19	Consider DIP carve out	895.00	0.20	179.00
Roglen,L.D.	05/28/19	Review data uploads and responses and update tracking spreadsheet and email to P. Harner, V. Marriott, T. Daluz, C. McClamb re same.	490.00	2.10	1,029.00
Neitzel,K.N.	05/28/19	Prepare Alvarez & Marsal fee data and import into Relativity for attorney review	350.00	0.80	280.00
Daluz,T.M.	05/28/19	Call with P. Harner re: status of responses from professionals	895.00	0.30	268.50
Roglen,L.D.	05/29/19	Emails (multiple) with P. Harner and K. Neitzel re: data uploads and related issues.	490.00	0.80	392.00
Neitzel,K.N.	05/29/19	Prepare and import into Relativity additional Alvarez & Marsal and fee data	350.00	2.30	805.00
Pollard,C.P.	05/29/19	Telephone call with K. Neitzel re: prepping the newest data deliveries (Weil Gottshall, Alvarez); review and discussion re: HL data delivery - format issue	310.00	0.60	186.00
Neitzel,K.N.	05/30/19	Prepare Paul Weiss fee data and import into Relativity for attorney review	350.00	2.20	770.00
Marriott, III,V.J.	05/30/19	Conference with M-III re: administrative solvency; review analysis of solvency	985.00	1.00	985.00
Roglen,L.D.	05/31/19	Update and circulate data tracking chart (.8); Telephone conversation with P. Harner, V. Marriott, T. Daluz, C. McClamb, C. Pollard, and K. Neitzel re: review process and next steps (.8).	490.00	1.60	784.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Roglen,L.D.	05/31/19	Emails (multiple) and Telephone conversations (multiple) with J. Foster and K. Neitzel re: Houlihan Lokey data issues.	490.00	0.40	196.00
Pollard,C.P.	05/31/19	Other: download and conform Deloitte files for import to Relativity; request follow-up re: Deloitte_Tax and Deloitte & Touche timekeepers	310.00	2.00	620.00
Pollard,C.P.	05/31/19	Telephone with K .Netizel re: remaining data to be conformed and uploaded to Relativity, review layouts and organization, timing	310.00	0.30	93.00
Pollard,C.P.	05/31/19	Begin reviewing and conforming McAndrews fee data for upload to Relativity for review	310.00	0.40	124.00
Neitzel,K.N.	05/31/19	Prepare Deloitte fee data and import into Relativity for attorney review	350.00	2.50	875.00
Neitzel,K.N.	05/31/19	Telephone conference with legal team re: strategy for searches against data and time entry review	350.00	0.80	280.00
Pollard,C.P.	05/31/19	Telephone call with P. Harner, V. Marriott, T. Daluz, L. Rogden, C. McClamb, K. Neitzel re: status of fee submissions, handling of investment bankers data, using a test firm to test out search parameters and review organization	310.00	0.70	217.00
Marriott, III,V.J.	05/31/19	Conference re: review protocol	985.00	0.50	492.50
McClamb,C.D.	05/31/19	Conference call re: fee application examination process	445.00	0.80	356.00
Daluz,T.M.	05/31/19	Team update call	895.00	0.80	716.00
<b>Total B170</b>				<b>92.00</b>	<b>\$46,194.00</b>

**B195 - Non-Working Travel**

Roglen,L.D.	05/20/19	Travel to White Plains for 5/21 hearing.	490.00	2.70	1,323.00
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**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Total B195</b>				<b>2.70</b>	<b>\$1,323.00</b>
<b>Total Fees</b>				<b>136.80</b>	<b>70,525.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Task: B160 - Fee/Employment Applications</b>			
Lano,C.	270.00	4.10	1,107.00
Roglen,L.D.	490.00	29.50	14,455.00
Summers,M.G.	725.00	2.80	2,030.00
Daluz,T.M.	895.00	2.20	1,969.00
Marriott, III,V.J.	985.00	3.50	3,447.50
<b>Total Task: B160</b>		<b>42.10</b>	<b>\$23,008.50</b>
<b>Task: B170 - Fee/Employment Objections</b>			
McClamb,C.D.	445.00	8.80	3,916.00
Lano,C.	270.00	7.40	1,998.00
Pollard,C.P.	310.00	11.90	3,689.00
Neitzel,K.N.	350.00	17.00	5,950.00
Roglen,L.D.	490.00	29.90	14,651.00
Summers,M.G.	725.00	0.10	72.50
Daluz,T.M.	895.00	8.10	7,249.50
Marriott, III,V.J.	985.00	8.80	8,668.00
<b>Total Task: B170</b>		<b>92.00</b>	<b>\$46,194.00</b>
<b>Task: B195 - Non-Working Travel</b>			
Roglen,L.D.	490.00	2.70	1,323.00
<b>Total Task: B195</b>		<b>2.70</b>	<b>\$1,323.00</b>
<b>Total Fees</b>		<b>136.80</b>	<b>\$70,525.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Daluz,T.M.	895.00	10.30	9,218.50

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Marriott, III, V.J.	985.00	12.30	12,115.50
Summers, M.G.	725.00	2.90	2,102.50
McClamb, C.D.	445.00	8.80	3,916.00
Roglen, L.D.	490.00	62.10	30,429.00
Neitzel, K.N.	350.00	17.00	5,950.00
Pollard, C.P.	310.00	11.90	3,689.00
Lano, C.	270.00	11.50	3,105.00
<b>Total Fees</b>		<b>136.80</b>	<b>\$70,525.50</b>

**DISBURSEMENT DETAILS**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/03/19	Delivery Service USA Legal Network Inc - Invoice # 69721 - Courier	55.00
05/03/19	Filing Fees USA Legal Network Inc - Invoice # 69721 - Filing	13.65
05/07/19	Delivery Service FedEx Invoice #: 654762091, 05/10/2019, Tracking #: 787106733632, Honorable Robert Drain, United States Bankruptcy Court, 300 QUARROPAS ST, WHITE PLAINS, NY 10601	20.57
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302370761, Paul M Basta, Paul, Weiss, Rifkind, Wharton, 1285 AVENUE OF THE AMERICAS, NEW YORK, NY 10019	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302437294, Shira D Weiner, Prime Clerk LLC, 830 3RD AVE, NEW YORK, NY 10022	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302494430, Kevin Kernen, Stout Risius Ross, LLC, 1 S WACKER DR, CHICAGO, IL 60606	14.37
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302560218, Scott K Charles, Wachtell, Lipton, Rosen & Katz, 51 W 52ND ST, NEW YORK, NY 10019	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302625491, Pauline K Morgan, Young Conaway Stargatt & Taylo, 1270 AVENUE OF THE AMERICAS ST, NEW YORK CITY, NY 10020	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302680212, Matthew Diaz, FTI Consulting, Inc, 3 TIMES SQ, NEW YORK, NY 10036	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787302785846, Saul E Burian, Houlihan Lokey Capital, Inc, 245 PARK AVE, NEW YORK, NY 10167	14.09

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303202912, Jimmy Berry, Deloitte & Touche LLP, 2200 ROSS AVE STE 1600, DALLAS, TX 75201	14.58
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303362965, Dennis Stogsdill, Alvarez & Marshal North Americ, 600 MADISON AVE, NEW YORK, NY 10022	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303430090, John W Little, DELOITTE TRANSACTIONS AND BUSI, 2200 ROSS AVE STE 1600, DALLAS, TX 75201	14.58
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303469230, Elias Tzavelis, Deloitte Tax LLP, 30 ROCKEFELLER PLZ, NEW YORK CITY, NY 10112	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303552672, Daniel Aronson, EVERCORE GROUP, LLC, 1 N WACKER DR, CHICAGO, IL 60606	14.37
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303754020, Brandon Aebersold, Lazard Freres & Co LLC, 30 ROCKEFELLER PLZ, NEW YORK CITY, NY 10112	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303818594, Mohsin Y Meghji, M III Advisory Partners LP, 130 W 42ND ST FL 17, NEW YORK, NY 10036	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787303941871, Ronald H Spuhler, McAndrews, Held & Malloy, LTD, 500 W MADISON ST STE 3400, CHICAGO, IL 60661	14.37
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787304026461, Ira S Dizengoff, Akin Gump Strauss Hauer & Feld, 1 BRYANT PARK, NEW YORK, NY 10036	14.09
05/16/19	Delivery Service FedEx Invoice #: 656353171, 05/24/2019, Tracking #: 787304239386, Ray C Schrock, Weil, Gotshall & Manges, 767 5TH AVE, NEW YORK CITY, NY 10153	14.09
05/20/19	Business Meals Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	13.00
05/20/19	Business Meals Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	20.00
05/20/19	Travel Expenses Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	136.68
05/20/19	Air/Rail Expense Laurel Roglen - Invoice # B836CAE086BB411A8FDF - Court Hearing	63.00
05/21/19	Travel Expenses Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	3.62



<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/21/19	Travel Expenses Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	4.08
05/21/19	Travel Expenses Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	6.00
05/21/19	Travel Expenses Laurel Roglen - Invoice # 285153872CDB40AF86BF - Court Hearing	23.55
05/21/19	Air/Rail Expense Laurel Roglen - Invoice # B836CAE086BB411A8FDF - Court Hearing	110.50
<b>Total Disbursements</b>		<b>\$711.00</b>

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Amount</u>
Air/Rail Expense	173.50
Business Meals	33.00
Delivery Service	316.92
Filing Fees	13.65
Travel Expenses	173.93
<b>Total Disbursements</b>	<b>\$711.00</b>

<b>Total Current Charges:</b>	<b>\$71,236.50</b>
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**June 1-30, 2019 Fee and Expense Detail**

# Ballard Spahr LLP

1735 Market Street, 51st Floor  
Philadelphia, PA 19103-7599  
Tel 215.665.8500  
Fax 215.864.8999  
www.ballardspahr.com

TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 25, 2019  
Invoice No.: 20190705811

Paul E. Harner  
Harner, Paul E., Fee Examiner in Sears Chapter II Cases  
1675 Broadway, 19th Floor  
New York, NY 10019

Client: Harner, Paul E., Fee Examiner in Sears Chapter II Cases (071820.02)  
Matter: Fee Examiner Activities (00315861)

FOR PROFESSIONAL SERVICES RENDERED through June 30, 2019

## INVOICE SUMMARY

### FEES

Fee Examiner Activities (00315861)	\$62,901.00
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Total Current Charges	<hr/> \$62,901.00
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<b>TOTAL AMOUNT DUE</b>	<hr/> <b>\$62,901.00</b> <hr/>
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**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>B170 - Fee/Employment Objections</b>					
Harner,P.E.	06/03/19	Telephone conference and correspondence with L. Roglen regarding first interim fee and expense applications and proposed form of order.	1,305.00	0.20	261.00
Harner,P.E.	06/06/19	Review and analyze initial reports and update memorandum from electronic review team regarding first interim fee and expense applications (2.30); correspondence with C. Pollard and L. Roglen regarding same (.30).	1,305.00	2.60	3,393.00
Harner,P.E.	06/07/19	Further review and analysis of initial reports and update memorandum from electronic review team regarding first interim fee and expense applications.	1,305.00	1.90	2,479.50
Harner,P.E.	06/13/19	Review and analyze first interim fee and expense applications and related internal tracking charts (2.90); correspondence with V. Marriott, C. Pollard and V. Marriott regarding same (.30).	1,305.00	3.20	4,176.00
Harner,P.E.	06/17/19	Further review and analysis of first interim fee and expense applications and related internal tracking charts (2.80); prepare generally for June 18 meetings regarding same, including related correspondence with V. Marriott and C. Pollard regarding same (1.00).	1,305.00	3.80	4,959.00
Harner,P.E.	06/18/19	Detailed review of initial Relativity reports regarding electronic fee entry review and protocols.	1,305.00	5.70	7,438.50
Harner,P.E.	06/18/19	Participate in Ballard team meeting regarding ongoing Sears fee and expense examination	1,305.00	1.30	1,696.50

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	06/18/19	Prepare for and participate in Ballard team meeting regarding ongoing Sears fee and expense examination, including detailed review of initial Relativity reports regarding electronic fee entry review and protocols.	1,305.00	3.40	4,437.00
Harner,P.E.	06/18/19	Travel to and from Philadelphia for team meeting.	1,305.00	5.20	6,786.00
Harner,P.E.	06/19/19	Further review and analysis of first interim fee and expense applications and related internal tracking charts, and related follow-up from June 18 meetings.	1,305.00	2.90	3,784.50
Harner,P.E.	06/20/19	Prepare for and participate telephonically in omnibus/first interim fee and expense applications hearings (1.90); follow-up telephone conferences and correspondence with V. Marriott and T. Daluz regarding same on fee application review protocols (.50).	1,305.00	2.40	3,132.00
Harner,P.E.	06/24/19	Further review and analysis of first interim fee and expense applications and related background materials.	1,305.00	3.50	4,567.50
Harner,P.E.	06/25/19	Further review and analysis of first interim fee and expense applications and related background materials.	1,305.00	2.20	2,871.00
Harner,P.E.	06/26/19	Further review and analysis of first interim fee and expense applications and related background materials.	1,305.00	2.60	3,393.00
Harner,P.E.	06/27/19	Further review and analysis of first interim fee and expense applications and related background materials.	1,305.00	2.90	3,784.50
Harner,P.E.	06/28/19	Further review and analysis of first interim fee and expense applications and related background materials.	1,305.00	4.40	5,742.00
<b>Total B170</b>				<b>48.20</b>	<b>\$62,901.00</b>

<b>Total Fees</b>	<u>48.20</u>	<u>62,901.00</u>
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**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Task: B170 - Fee/Employment Objections</b>			
Harner,P.E.	1,305.00	48.20	62,901.00
<b>Total Task: B170</b>		<b>48.20</b>	<b>\$62,901.00</b>
<b>Total Fees</b>		<u>48.20</u>	<u>\$62,901.00</u>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Harner,P.E.	1,305.00	48.20	62,901.00
<b>Total Fees</b>		<u>48.20</u>	<u>\$62,901.00</u>

<b>Total Current Charges:</b>	<u><u>\$62,901.00</u></u>
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# Ballard Spahr LLP

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Philadelphia, PA 19103-7599  
Tel 215.665.8500  
Fax 215.864.8999  
www.ballardspahr.com

TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 25, 2019  
Invoice No.: 20190705809

Paul E. Harner  
Harner, Paul E., Fee Examiner in Sears Chapter II Cases  
1675 Broadway, 19th Floor  
New York, NY 10019

Client: Harner, Paul E., Fee Examiner in Sears Chapter II Cases (071820.02)  
Matter: Fee Examiner Activities (00315861)

FOR PROFESSIONAL SERVICES RENDERED through June 30, 2019

## INVOICE SUMMARY

### FEES

### DISBURSEMENTS

Air/Rail Expense	\$164.00	
Business Meals	\$174.79	
Outgoing Fax	\$0.25	
Travel Expenses	\$40.00	
Total Disbursements		\$379.04
Total Current Charges		\$379.04
TOTAL AMOUNT DUE		<b>\$379.04</b>

**DISBURSEMENT DETAILS**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/30/19	Travel Expenses Paul Harner; 68FAFEE5E43A485CBFB6; PHILLY TRIP	20.00
06/03/19	Business Meals VISA_0619_3678_09 - FRESH KITCHEN / MARKET: 5/30/19 P.Harner client lunch meeting	135.79
06/18/19	Travel Expenses Paul Harner; 68FAFEE5E43A485CBFB6; PHILLY TRIP	20.00
06/18/19	Business Meals Paul Harner; 68FAFEE5E43A485CBFB6; PHILLY TRIP	39.00
06/18/19	Air/Rail Expense Paul Harner; 68FAFEE5E43A485CBFB6; PHILLY TRIP	164.00
06/20/19	Outgoing Fax Paul Harner - Invoice # 7D48F3F2F28749A48BAF - SEARS COURT CALL	0.25
<b>Total Disbursements</b>		<hr/> <b>\$379.04</b>

**DISBURSEMENT SUMMARY**

<u>Description</u>	<u>Amount</u>
Air/Rail Expense	164.00
Business Meals	174.79
Outgoing Fax	0.25
Travel Expenses	40.00
<b>Total Disbursements</b>	<hr/> <b>\$379.04</b>

<b>Total Current Charges:</b>	<hr/> <b>\$379.04</b> <hr/>
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# Ballard Spahr LLP

1735 Market Street, 51st Floor  
Philadelphia, PA 19103-7599  
Tel 215.665.8500  
Fax 215.864.8999  
www.ballardspahr.com

TAX IDENTIFICATION NO. 23-0382195

Invoice Date: July 25, 2019  
Invoice No.: 20190705810

Paul E. Harner  
1675 Broadway  
New York, NY 10019

Client: Sears Fee Examiner (071820.03)  
Matter: Fee and Expense Review and Reporting (00317415)

FOR PROFESSIONAL SERVICES RENDERED through June 30, 2019

## INVOICE SUMMARY

### FEES

Fee and Expense Review and Reporting (00317415)	\$43,308.50
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Total Current Charges	<hr/> \$43,308.50
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<b>TOTAL AMOUNT DUE</b>	<hr/> <b>\$43,308.50</b> <hr/>
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**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>B160 - Fee/Employment Applications</b>					
Daluz,T.M.	06/18/19	Attend to Ballard fee app issues	895.00	0.20	179.00
Marriott, III,V.J.	06/19/19	Attend to pro hac and notice of appearance.	985.00	0.50	492.50
McClamb,C.D.	06/19/19	Draft motion for admission pro hac vice for V. Marriott	445.00	0.50	222.50
McClamb,C.D.	06/19/19	Address fee application requirements per fee order	445.00	0.10	44.50
McClamb,C.D.	06/19/19	Prepare and file notice of appearance and motions for admission pro hac vice	445.00	0.90	400.50
McClamb,C.D.	06/19/19	Draft motion for admission pro hac vice for T. Daluz	445.00	0.40	178.00
McClamb,C.D.	06/19/19	Draft notice of appearance for Fee Examiner	445.00	0.30	133.50
Daluz,T.M.	06/20/19	Attend to fee app issue	895.00	0.30	268.50
McClamb,C.D.	06/25/19	Emails with E. Kan, P. Harner and M. Korycki re: estimates of Fee Examiner fees and expenses	445.00	0.50	222.50
McClamb,C.D.	06/25/19	Emails with T. Daluz and E. Kan re: preparation of first monthly fee application	445.00	0.50	222.50
McClamb,C.D.	06/27/19	Draft joint monthly fee application	445.00	2.00	890.00
Maddox,M.	06/27/19	Review interim compensation order	270.00	0.30	81.00
McClamb,C.D.	06/28/19	Attention to invoices for first monthly fee application	445.00	0.30	133.50
McClamb,C.D.	06/28/19	Draft first monthly fee application	445.00	3.50	1,557.50
Maddox,M.	06/28/19	Calendar fee application deadlines	270.00	0.10	27.00
McClamb,C.D.	06/30/19	Edits to first joint monthly fee application	445.00	0.40	178.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Total B160</b>				<b>10.80</b>	<b>\$5,231.00</b>
<b>B170 - Fee/Employment Objections</b>					
Neitzel,K.N.	06/01/19	Prepare and import Deloitte fee and expense data into Relativity database for attorney review and analysis	350.00	1.30	455.00
Pollard,C.P.	06/02/19	Finish reviewing and conforming McAndrews data for import to Relativity for review (revise timekeeper table to match names in time entries, consolidate all reports, join time entries, timekeeper roles and task code descriptions)	310.00	0.90	279.00
Roglen,L.D.	06/03/19	Research re: interim fee orders and emails (multiple) with P. Harner, V. Marriott, T. Daluz, and C. McClamb re: same.	490.00	0.60	294.00
Pollard,C.P.	06/03/19	Review and resolve duplicate records error (Deloitte Tax expenses)	310.00	0.30	93.00
Neitzel,K.N.	06/03/19	Prepare Deloitte fee data and import into Relativity for attorney review	350.00	1.20	420.00
Neitzel,K.N.	06/04/19	Prepare Young Conaway and McAndrews fee data and import into Relativity for attorney review	350.00	2.20	770.00
Neitzel,K.N.	06/04/19	Prepare Deloitte fee data and import into Relativity for attorney review	350.00	1.50	525.00
Neitzel,K.N.	06/04/19	Prepare Akin Gump fee data and import into Relativity for attorney review	350.00	0.60	210.00
Pollard,C.P.	06/04/19	Telephone call with K. Neitzel re: status of processing of fee and expense data from various law firms/vendors	310.00	0.10	31.00
Neitzel,K.N.	06/05/19	Prepare Akin Gump fee data and import into Relativity for attorney review	350.00	1.00	350.00
Neitzel,K.N.	06/05/19	Prepare Paul Weiss fee data and import into Relativity for attorney review	350.00	1.60	560.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Neitzel,K.N.	06/05/19	Telephone conference with C. Pollard re: Relativity workspace set-up	350.00	0.40	140.00
Pollard,C.P.	06/05/19	Review: update search index; set up Communications search; review and tag documents for further review	310.00	1.10	341.00
Roglen,L.D.	06/05/19	Emails (multiple) with T. Hedus, J. Foster, C. Pollard, and K. Neitzel re: data format issues.	490.00	0.40	196.00
Pollard,C.P.	06/05/19	Analytics: run repeated content analysis in attempt to identify time entries with similar language	310.00	0.20	62.00
Pollard,C.P.	06/05/19	Review: export fee data to Access to identify timekeepers with more than 12 hours billed in a day	310.00	0.10	31.00
Pollard,C.P.	06/05/19	REview: mass tag "communication" and "excessive"time entries; create new dashboards summarizing documents with communication and excessing time entries	310.00	0.30	93.00
Neitzel,K.N.	06/06/19	Perform quality control checks on imported fee data to ensure accuracy and eliminate duplicate entries	350.00	2.10	735.00
Pollard,C.P.	06/06/19	Draft email to P. Harner, V. Marriott, T. Daluz, L. Rogden, C. McClamb and K. Neitzel reporting on status of data availability, search results (communications, excessive billing, duplicate entries) and accessing/reviewing the search results for test law firm (Young Conaway)	310.00	0.90	279.00
Pollard,C.P.	06/06/19	REview results of narrative near duplicate analysis; begin identifying records for follow-up	310.00	1.10	341.00
Pollard,C.P.	06/06/19	Telephone call with K. Neitzel re: duplicate entries (Alvarez)	310.00	0.10	31.00
Pollard,C.P.	06/06/19	Telephone call with K. Neitzel re: status of data issues, dupliate entry analysis	310.00	0.20	62.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/06/19	Review: import fee data to MSAccess; create queries to identify timekeepers reporting more than 12 hours in a day and to identify the matching records; export results; run search in Relativity workspace and tag identified records	310.00	0.80	248.00
McClamb,C.D.	06/06/19	Review and summarize professionals' fee applications	445.00	3.30	1,468.50
Daluz,T.M.	06/06/19	Review timeline and summary of retention orders	895.00	0.30	268.50
McClamb,C.D.	06/06/19	Draft time line of bankruptcy proceedings	445.00	3.80	1,691.00
Neitzel,K.N.	06/07/19	Prepare Alvarez & Marsal and Houlihan Lokey data to be loaded into Relativity for attorney review and analysis	350.00	1.50	525.00
Pollard,C.P.	06/07/19	Review Alvarez time and expense entries to identify duplicate records between the First - Sixth reports and the Interim report	310.00	1.10	341.00
Neitzel,K.N.	06/07/19	Confer with C. Pollard re: identification of duplicate entires in Alvarez & Marsal fee data	350.00	0.40	140.00
Roglen,L.D.	06/10/19	Telephone conversations (multiple) with retained professionals and summary email to P. Harner, V. Marriott, and T. Daluz re: reservation of rights language for first interim fee order.	490.00	0.90	441.00
Neitzel,K.N.	06/12/19	Download and stage additional fee data	350.00	0.30	105.00
Neitzel,K.N.	06/12/19	Prepare Houlihan Lokey expense and fee data to be loaded into Relativity workspace	350.00	0.60	210.00
Roglen,L.D.	06/12/19	Update tracking chart and email to P. Harner, V. Marriott, T. Daluz, and C. McClamb re: same.	490.00	0.30	147.00
Marriott, III,V.J.	06/13/19	Review issues re: fee hearing and test run	985.00	0.40	394.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Marriott, III, V.J.	06/14/19	Review correspondence re: fee hearing	985.00	0.30	295.50
Marriott, III, V.J.	06/17/19	Review trial search parameter results	985.00	0.80	788.00
Pollard, C.P.	06/17/19	Update communications, block billing and billing more than 12 hours in a day searches and tagging to capture additional documents received since 6/5/2019	310.00	1.00	310.00
Pollard, C.P.	06/17/19	Draft notes re: setting up coding layout for fee review	310.00	0.40	124.00
Pollard, C.P.	06/17/19	Review results and prepare view for potential duplicate time entries	310.00	0.50	155.00
McClamb, C.D.	06/17/19	Coordinate meeting with fee examiner review team	445.00	1.00	445.00
McClamb, C.D.	06/17/19	Phone call with chambers re: interim fee application hearing	445.00	0.20	89.00
McClamb, C.D.	06/17/19	Review docket for objections to fee applications	445.00	0.40	178.00
McClamb, C.D.	06/17/19	Emails and phone calls with fee application review team re: status meeting	445.00	0.30	133.50
Marriott, III, V.J.	06/18/19	Review data set formatting	985.00	1.00	985.00
Marriott, III, V.J.	06/18/19	Prepare for and participate in session re: search parameters and data access	985.00	1.00	985.00
Pollard, C.P.	06/18/19	Review and compile list of areas of fee examination for possible use in Sears review	310.00	0.10	31.00
Kearney, B.N.	06/18/19	Attend briefing meeting re: Sears fee application examination assignment, procedures, examples, etc. (with P. Harner, V. Marriott, C. Jimenez, M. Salah, C. McClamb, and members of eDiscovery team)	335.00	1.30	435.50
Kearney, B.N.	06/18/19	Memorialize notes from Sears fee application examiner meeting	335.00	0.20	67.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/18/19	Design new view for timekeepers billing more than 12 hours per day	310.00	0.20	62.00
Neitzel,K.N.	06/18/19	Attend telephone conference with legal team re: Relativity database and review overview	350.00	1.30	455.00
Pollard,C.P.	06/18/19	Review views and layouts for use by fee examiner team	310.00	0.60	186.00
Daluz,T.M.	06/18/19	Review and analyze issues for consideration in fee app review	895.00	0.30	268.50
Neitzel,K.N.	06/18/19	Customize Relativity workspace in preparation for attorney review	350.00	0.90	315.00
Neitzel,K.N.	06/18/19	Telephone conference with C. Pollard re: customization of Relativity workspace for attorney review	350.00	0.50	175.00
Jimenez,C.	06/18/19	Initial meeting w/ P. Harner and V. Marriott to discuss review protocol	365.00	1.40	511.00
Salah,M.	06/18/19	Attendance at examiner review team meeting	415.00	1.10	456.50
McClamb,C.D.	06/18/19	Phone calls with P. Harner re: interim fee hearing and next steps	445.00	0.20	89.00
Greenfield,M.G.	06/18/19	Review of fee examiner rules, guidelines and Court orders	445.00	0.80	356.00
Greenfield,M.G.	06/18/19	Emails with Chantelle McClamb regarding fee application review	445.00	0.20	89.00
Pollard,C.P.	06/18/19	Request email group for "Sears Fee Examiner Team"	310.00	0.10	31.00
Pollard,C.P.	06/18/19	Export data re: timekeepers billing more than 12 hours per day	310.00	0.20	62.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/18/19	Forward summary of time entries by service providers to P. Harner, V. Marriott and T. Daluz (.1); update communications search terms to add "telephone" to list (.1); run searches re: communications sub-categories and tag (.2)	310.00	0.40	124.00
Pollard,C.P.	06/18/19	Call with K. Neitzel re: reorganizing workspace folder structure by debtor/creditor and professionals	310.00	0.30	93.00
Pollard,C.P.	06/18/19	Attend meeting with P. Harner, V. Marriott, C. McClamb, C. Jimenez, M. Salah, K. Neitzel re: review format, changes to "communications" search terms, changes to coding layout, and timing	310.00	1.30	403.00
Pollard,C.P.	06/18/19	Run revised searches on communications (meetings, correspondence and telephone calls) and report on results	310.00	0.50	155.00
Pollard,C.P.	06/18/19	Finish review of summary of issues identified in form of the fee report for possible use in Sears review	310.00	0.60	186.00
McClamb,C.D.	06/18/19	Prepare materials for fee review team	445.00	1.20	534.00
McClamb,C.D.	06/18/19	Research and draft list of fee application issues	445.00	0.80	356.00
McClamb,C.D.	06/18/19	Prepare for fee examiner review team meeting	445.00	0.50	222.50
McClamb,C.D.	06/18/19	Attendance at fee examiner review team meeting	445.00	1.30	578.50
Neitzel,K.N.	06/19/19	Telephone conference with C. McLamb and C. Pollard re: setting up issue tags in Relativity in preparation for fee review	350.00	0.70	245.00
Pollard,C.P.	06/19/19	Prepare spreadsheet for C. McClamb to update for reviewers	310.00	0.10	31.00
Marriott, III,V.J.	06/19/19	Review progress of data input and search parameters	985.00	1.00	985.00



**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/19/19	Telephone call with C. McClam and K. Neitzel re: fee issue tags, review workflow and possible expense review	310.00	0.60	186.00
Kearney,B.N.	06/19/19	Review materials provided by C. McClamb in advance of fee application review	335.00	0.80	268.00
Pollard,C.P.	06/19/19	Revise fee review issue tags per call with C. McClamb and K. Neitzel	310.00	0.10	31.00
Greenfield,M.G.	06/19/19	Review of fee examiner rules, guidelines and Court orders	445.00	0.70	311.50
Greenfield,M.G.	06/19/19	Call with Chantelle McClamb regarding fee application review process	445.00	0.30	133.50
McClamb,C.D.	06/19/19	Phone call with M. Greenfield re: procedures for fee review	445.00	0.40	178.00
McClamb,C.D.	06/19/19	Phone call to chambers re: interim fee hearing attendance	445.00	0.10	44.50
Daluz,T.M.	06/20/19	Participate in omnibus hearing on interim fee applications	895.00	2.00	1,790.00
Daluz,T.M.	06/20/19	Update on status of application review	895.00	0.20	179.00
Pollard,C.P.	06/20/19	Draft workflow instructions for fee review	310.00	1.20	372.00
Pollard,C.P.	06/20/19	Create search and tag records identified as having billing discrepancies (.1); call with K .Neitzel re: review workflow and additions to views	310.00	0.20	62.00
Pollard,C.P.	06/20/19	Finish drafting workflow and review instructions with input from calls with K. Neitzel - circulate for comments (3.1); identify and tag duplicate entries - internal and multi-provider for review (.6)	310.00	3.70	1,147.00
Pollard,C.P.	06/20/19	Begin reviewing task codes submitted by service providers and organizing by Project Category	310.00	0.40	124.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Pollard,C.P.	06/21/19	Forward list to team for comments and revisions	310.00	0.20	62.00
Neitzel,K.N.	06/21/19	Review documentation of proposed work flow for attorney fee review	350.00	0.30	105.00
Greenfield,M.G.	06/21/19	Review of fee examiner rules and guidelines	445.00	0.50	222.50
Daluz,T.M.	06/21/19	Attend to Fee App issues	895.00	0.50	447.50
Pollard,C.P.	06/21/19	Finish review and assignment of project categories to task codes used by service providers	310.00	0.30	93.00
McClamb,C.D.	06/24/19	Emails with T. Daluz and P. Harner re: first monthly fee application	445.00	0.30	133.50
Daluz,T.M.	06/24/19	Revise proformas to prepare attachments for fee application	895.00	2.00	1,790.00
Marriott, III,V.J.	06/24/19	Attend to issues re: format of fee applications	985.00	0.40	394.00
Daluz,T.M.	06/25/19	Attend to fee app issues	895.00	0.50	447.50
Marriott, III,V.J.	06/25/19	Review status of fee application	985.00	0.30	295.50
Daluz,T.M.	06/26/19	Attend to fee app exhibits	895.00	1.50	1,342.50
Maddox,M.	06/27/19	Office conference with C. McClamb re calendaring of fees	270.00	0.10	27.00
Daluz,T.M.	06/28/19	Review and revise draft fee app	895.00	2.00	1,790.00
McClamb,C.D.	06/29/19	Draft review procedures	445.00	1.80	801.00
McClamb,C.D.	06/30/19	Draft fee review procedures for distribution to review team	445.00	1.50	667.50
Jimenez,C.	06/30/19	Review UST guidelines and order appointing fee examiner to prepare for fee examination review	365.00	1.00	365.00

**PROFESSIONAL SERVICES**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Total B170</b>				<b>80.80</b>	<b>\$38,077.50</b>
<b>Total Fees</b>				<b>91.60</b>	<b>43,308.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
<b>Task: B160 - Fee/Employment Applications</b>			
McClamb,C.D.	445.00	9.40	4,183.00
Maddox,M.	270.00	0.40	108.00
Daluz,T.M.	895.00	0.50	447.50
Marriott, III,V.J.	985.00	0.50	492.50
<b>Total Task: B160</b>		<b>10.80</b>	<b>\$5,231.00</b>
<b>Task: B170 - Fee/Employment Objections</b>			
Kearney,B.N.	335.00	2.30	770.50
McClamb,C.D.	445.00	17.10	7,609.50
Jimenez,C.	365.00	2.40	876.00
Pollard,C.P.	310.00	20.20	6,262.00
Neitzel,K.N.	350.00	18.40	6,440.00
Roglen,L.D.	490.00	2.20	1,078.00
Greenfield,M.G.	445.00	2.50	1,112.50
Maddox,M.	270.00	0.10	27.00
Salah,M.	415.00	1.10	456.50
Daluz,T.M.	895.00	9.30	8,323.50
Marriott, III,V.J.	985.00	5.20	5,122.00
<b>Total Task: B170</b>		<b>80.80</b>	<b>\$38,077.50</b>
<b>Total Fees</b>		<b>91.60</b>	<b>\$43,308.50</b>

**PROFESSIONAL SERVICES SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Daluz,T.M.	895.00	9.80	8,771.00
Marriott, III,V.J.	985.00	5.70	5,614.50
Greenfield,M.G.	445.00	2.50	1,112.50

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Jimenez,C.	365.00	2.40	876.00
Kearney,B.N.	335.00	2.30	770.50
McClamb,C.D.	445.00	26.50	11,792.50
Roglen,L.D.	490.00	2.20	1,078.00
Salah,M.	415.00	1.10	456.50
Neitzel,K.N.	350.00	18.40	6,440.00
Pollard,C.P.	310.00	20.20	6,262.00
Maddox,M.	270.00	0.50	135.00
<b>Total Fees</b>		<b>91.60</b>	<b>\$43,308.50</b>

**Total Current Charges:**

**\$43,308.50**